

**SUPPLEMENTAL AGREEMENT NO. 4
TO
AGREEMENT OF April 18, 2012
FOR
ENGINEERING SERVICES for
Fort Bend Grand Parkway Toll Road, Segment D**

This Supplemental Agreement is made and entered into this 22nd day of May, 2013, and modifies the ENGINEERING SERVICES AGREEMENT between Fort Bend Grand Parkway Toll Road Authority and Reynolds, Smith and Hills, Inc., dated April 18, 2012 for engineering services for the Fort Bend Grand Parkway Toll Road, Segment D.

The agreement is hereby modified as follows:

1. The first sentence of Section 2.a is replaced with the following sentence:

“The Maximum Compensation under this contract is \$601,748.32.”

2. The second paragraph of Section 2.a is replaced with the following paragraph:

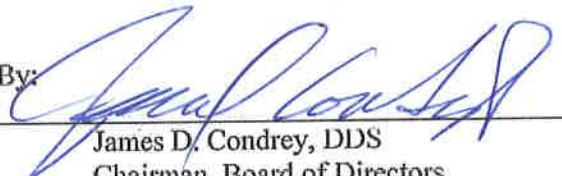
“Compensation for performance of services within the Scope of Services described in Attachment A will be as follows: The lump sum compensation shall be increased by \$198,737.73, for the additional work shown in Attachment A. The maximum amount payable under this agreement shall not exceed \$601,748.32, as shown in Attachment B. Progress payments for work detailed in Attachment A will be made when the Engineer has attained a level of completion equal to or greater than the agreed upon milestones of completion in the reasonable opinion of FBGPTRA.”

3. The Scope of Services shown in Attachment A shall be expanded to include Exhibit A-4, attached hereto.
4. The Compensation for Scope of Services shown in Attachment B shall be expanded to include Exhibit B-4, attached hereto.

[Remainder of page intentionally left blank.]


IN WITNESS WHEREOF, this Supplemental Agreement is hereby executed as of the
date first set forth above.

FORT BEND GRAND PARKWAY TOLL
ROAD AUTHORITY

By: 
James D. Condrey, DDS
Chairman, Board of Directors

ATTEST: 
By _____

REYNOLDS, SMITH & HILLS, INC.

By: 
Name: Richard C. Hurst
Title: Vice President

**EXHIBIT A-4
ATTACHMENT A
SUPPLEMENTAL AGREEMENT NO. 4
ADDITIONAL SCOPE OF SERVICES**

**FORT BEND GRAND PARKWAY TOLL ROAD AUTHORITY
MANAGEMENT OVERSIGHT OF THE VPC INTEGRATOR AND THE
INSTALLATION OF THE SYSTEM**

BACKGROUND

The Fort Bend Grand Parkway Toll Road Authority (FBGPTRA) is developing Segment D of the Grand Parkway. This project consists of mainlane overpasses from U.S. 59 to FM 1093/Westpark Tollway and is being constructed as a toll facility. The general mainlane typical section consists of four 12-foot lanes with depressed median, tolled overpasses, six-foot inside and 10-foot outside shoulders. The opening of this new toll facility necessitates that FBGPTRA take action to collect tolls including taking action to collect toll revenue from vehicles travelling on the facility without a required toll transponder. This includes issuing violation notices and collecting fees and tolls in response to these violation notices. This scope of services is for the management and oversight of the Violation Processing Center (VPC) Operator and the installation of the VPC system.

- Phase I – System Documentation
- Phase II – System Integration
- Phase III – Interface Development and Testing
- Phase IV – Financial Reconciliation

This scope is for the services included in Phase I, II, III and IV includes:

Phase I System Documentation

1. Review and comment on
 - a. Detail Design Document including block diagrams, screen layouts, report formats, software design, operational procedures, and other pertinent design documents
 - b. Project Management Plan (PMP)
 - c. Quality Assurance Plan (QAP)
 - d. System Requirements Document (SRD)
 - e. Integration Plan - a guide to evaluate the integration of the VPC with that of the lane system
 - f. User/Training Manual
 - g. Standard Operating Procedures (SOP)
 - h. System produced documents
 - i. Toll Violation Notice
 - ii. Collections

iii. Court Packages

2. Participate in Critical Design Review (CDR) workshop
3. Payment Plan management

Phase II Vector Integration of FBGPTRA System Application

1. Review and comment on Master Test Plan (MTP)
2. Participate in Prototype/Demonstration Test – Validation that the functional and technical elements of the system are capable of meeting the requirements thru use of simulated or test data
 - a. Review and comment on test procedures
 - b. Review and comment on test results
3. Participate in Onsite Full System Integration Test – Validation that functional and technical interface elements of the system are fully integrated and capable of meeting the requirements through the use of live data from the lane system
 - a. Review and comment on test procedures
 - b. Review and comment on test results
4. Participate in Operation Test – Validation that all functional elements of the system are in conformance with FBGPTRA technical, functional, and operational requirements
 - a. Review and comment on test procedures
 - b. Review and comment on test results
5. Review and comment on Performance Audit test procedures and results

Phase III Interface Development and Testing

- Data exchange with the system host
 - DMV
 - Operations as third party tag vendor
1. Participate in Interface Test – Validation that functional and technical interface elements of the system are capable of meeting the requirements thru use of simulated or test data
 - a. Review and comment on test procedures
 - b. Review and comment on test results

2. The VPC Operator will initiate the registration hold process through the DMV when a vehicle's Registered Owner has not resolved judgment within 31 calendar days from the date judgment was rendered in favor of FBGPTRA.
3. VPC Operator must establish a link on the FBGPTRA website that directs customers to the VPC operator's site. This site will contain information about the violation process, contact information, and pertinent information in regards to motorist, violators, and the general public. The website must have the same look and feel as the FBGPTRA website, and allow for violators to look up personnel information as it relates to a violation account, as well as information regarding TVNs.
4. The call center will provide FBGPTRA a dedicated number where law enforcement agents can call a VPC supervisor and check the current account status of violators on the road. This will allow law enforcement agents the ability to get the most current information about an account before more severe action is taken on the road.
5. Along with a staffed call center, the VPC must support the use of IVR (Interactive Voice Response). The IVR will be used during hours of operation when staff is not present, to allow customers to submit payments without having to talk to a CSR representative, to allow for outgoing call campaigns related to servicing customer and for surveys as requested by FBGPTRA.
6. Image review of images received from the TCS
7. Implementing and dissemination of Fingerprinting

Phase IV Financial Reconciliation

Daily and/or monthly reconciliation will be provided to FBGPTRA. Reconciliation activities shall include, but not limited to the following:

- Transactions received from and processed to lane system host
- Deposits to bank transactions
- Revenue by reporting entity
- Tolling system to Fort Bend County G/L for applicable accounts
- Code offs
- Application of proper penalty amounts
- Revenue collected during collections process

EXHIBIT B-4
ATTACHMENT B
SUPPLEMENTAL AGREEMENT NO.4
ADDITIONAL SCOPE OF SERVICES

FORT BEND GRAND PARKWAY TOLL ROAD AUTHORITY
MANAGEMENT OVERSIGHT OF THE VPC INTEGRATOR AND THE INSTALLATION OF THE SYSTEM

Rate Schedule - Oversight of VPC Integrator and System Installation

Client Name: FBGPTRK										Tasks															JPMorgan Chase Bank		
May 2013 – August 2013										May 2013 – May 2014					May 2013 – Mar 2014					October 2013 – January 2014							
Phase 1 - VPC Oversight										Phase 2 - System Testing and Installation					Phase 3 - Interface Development and Testing					Phase III	Phase IV	Phase IV	Total	Total			
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